FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
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obligations may continue. See
Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Walton Thomas W.H.					2. Issuer Name and Ticker or Trading Symbol PACKAGING CORP OF AMERICA PKG										5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Modificer (give title Other (specify)						
(Last) (First) (Middle) C/O PACKAGING CORPORATION OF AMERICA 1955 W. FIELD CT.					3. Date of Earliest Transaction (Month/Day/Year) 06/22/2015											belov	,	VP	below)		
				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)											vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
Date				Execution Date, if any		Co	Transaction Code (Instr.		Disposed Of (D) (Instr. 3,				4 and Secur Bene Owne		ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Co	ode \	/	Amount		(A) or (D)	Price	- 1	Transaction(s) (Instr. 3 and 4)				(111511.4)	
Common Stock 06/22				2/2015	2015			I	F		6,270		D	\$66	.92	40,872		D			
Common Stock																3,155			I	Through 401k plan	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																					
				Transa Code (8)	(Instr.	on of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Expiration Date (Month/Day/Year)			Amount of Securities Underlying Derivative Security (Instr. and 4) Amour or Numbe of			nt er				Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Thomas (Final Content of the Content	Thomas W.H. (First) (CKAGING CORPORATION FIELD CT. OREST IL (State) (Table Security (Instr. 3) Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	Thomas W.H. (First) (Middle) CKAGING CORPORATION OF AM FIELD CT. OREST IL 60045 (State) (Zip) Table I - Nor Security (Instr. 3) Stock Table II - I (2. Conversion or Exercise Price of Derivative (Month/Day/Year) if any (Month/Day)	Thomas W.H. (First) (Middle) CKAGING CORPORATION OF AMERICA FIELD CT. OREST IL 60045 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Trans Date (Month/I) Stock 06/22 Stock 12. Table II - Derivate (e.g., pt Conversion or Exercise Price of Derivative (Month/Day/Year) 2. (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year)	Thomas W.H. (First) (Middle) CKAGING CORPORATION OF AMERICA FIELD CT. OREST IL 60045 (State) (Zip) Table I - Non-Derivative Gecurity (Instr. 3) Stock Table II - Derivative S (e.g., puts, of Derivative Security 2. 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Securities Acquired (A) or Disposed Officer (Instr. 4) 9. Order (Instr. 4) 9.	Thomas W.H. PACKAGING CORP OF AMERICA PKG Check all applicable) Director 10% C Other Director Director 10% C Other Director D	

Explanation of Responses:

Remarks:

Kent A. Pflederer, attorney in 06/24/2015

fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

 $^{^{\}star}$ If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).